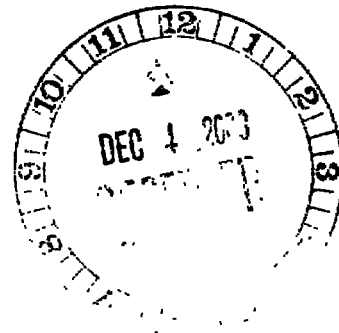


RECORDATION NO 27742 FILED

DEC 04 '08

3-10 PM

SURFACE TRANSPORTATION BOARD



## FIRST UNION RAIL

One O'Hare Centre  
6250 River Road, Suite 5000  
Rosemont, IL 60018

December 2, 2008

Ms. Anne K. Quinlan  
Surface Transportation Board  
395 E Street, S.W., Suite 100  
Washington, DC 20024  
Attn: Recordation of Railroad Equipment

**Re: Memorandum of Lease Agreement**

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals and one (1) copy of a Memorandum of Lease Agreement, dated October 28, 2008, a primary document as defined in the Board's Rules for the Recordation of Documents. Please file this Memorandum of Lease as a primary document since a Master Lease has not been filed with the Surface Transportation Board. The names and addresses of the parties to the enclosed document are:

Lessor: First Union Rail Corporation  
One O'Hare Centre  
6250 River Road, Suite 5000  
Rosemont, IL 60018

Lessee: Kafka Granite, LLC  
101 South Weber Avenue  
Stratford, WI 54484

A description of the railroad equipment covered by the enclosed document is six (6) 52' 6" gondola cars, with FURX marks (see Exhibit A for car numbers).

A short summary of the document to appear in the index follows: Memorandum of Lease

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,

A handwritten signature in dark ink, appearing to read "Marcia Dunne", followed by a horizontal line.

Marcia Dunne  
Sr. Rail Documentation Specialist

Enclosure  
(KAG:R001)

DEC 04 '08

3-10 PM

ASSGN. NO.: KAGR001

## MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 28 day of October, 2008, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Kafka Granite, LLC ("Lessee"), a Wisconsin limited liability company.

## WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of October 21, 2008, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 1 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of June 22, 2008, and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

LESSOR:

FIRST UNION RAIL CORPORATION

By: Richard F. SeymourName: RICHARD F. SEYMOUR  
VICE PRESIDENT SALES & MARKETING

Title: \_\_\_\_\_

ATTEST:

By: Susan GorkulskyName: SUSAN GORKULSKY  
ASST. DIRECTORTitle: OF DOCUMENTATIONExecuted on this 28<sup>th</sup> day of October, 2008.

[CORPORATE SEAL]

STATE OF ILLINOISCOUNTY OF COOK

I, GEORGIA FREIBURGER, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 28<sup>th</sup> day of October, 2008.

Georgia Freiburger  
Notary Public

My Commission Expires:

6-2012  
(Notary Public)

LESSEE:

KAFKA GRANITE, LLC

ATTEST:

By:

Name:

Title:

By:

Name:

Title:

Executed on this 21 day of October, 2008.

[CORPORATE SEAL]

STATE OF

COUNTY OF

I, Doreen J. Kelt, a Notary Public of the County and State aforesaid, certify that Ken Kafka personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 21 day of October, 2008.

Doreen J. Kelt  
Notary Public

Commission Expires:

5-30-2010  
(Notary Public)

**EXHIBIT A**  
**to**  
**MEMORANDUM OF LEASE**

**NUMBER OF CARS:** Six (6)

**DESCRIPTION OF CARS:** 52'6" gondola Cars with 4'6" sides and 263 GRL. (Car Type: E530/E534).

**CAR NUMBERS:** FURX 310505, FURX 310570, FURX 310616,  
FURX 310662, FURX 310663 and FURX 310669